

EXHIBIT A

Business Operating Procedures for Electronic Recording by the Colchester, CT Town Clerk

The following provisions shall constitute the business operating procedures of the Town Clerk with regard to electronic filing and recording of documents in the Town Clerk's office:

1. Electronic recording models to be accepted by the Town Clerk.

The Town Clerk will accept scanned images of ink-signed documents together with electronic indexing information. Proper indexing of received documents will be the responsibility of the Town Clerk. After the Town Clerk performs an electronic examination of the imaged documents and indexing data, the recording process will be completed and the electronic version of the recorded document will be returned to the Delivery Agent electronically with the electronic recording data.

2. Document types to be accepted by the Town Clerk.

The Town Clerk will accept any document electronically that it receives and records in a paper format, consistent with Connecticut General Statutes, with the exception of maps, deeds conveying title to real property and any maps or documents associated with such deeds of conveyance.

3. Technical specifications for data formats to be accepted by the Town Clerk.

Electronic recording shall meet technical standards for electronic document formatting and data fields as prescribed by the Property Records Industry Association (PRIA) in the PRIA eRecording XML Standard Version 2.4, as amended from time to time, which includes PRIA Request Version 2.4.2 (August 2007), as amended from time to time; PRIA Response Version 2.4.2 (August 2007), as amended from time to time; Document Version 2.4.1 (October 2007), as amended from time to time; and Notary Version 2.4.1 (October 2007), as amended from time to time.

4. Electronic transmissions and security.

Electronic documents shall be transmitted and stored as either TIFF or PDF files, in accordance with the TIFF 6.0 specification, published by the International Organization for Standardization as *ISO 12639:2004, Graphic technology – Prepress digital data exchange – Tag image file format for image technology (TIFF/IT)*, as amended from time to time, or the PDF 1.7 specification, published by the International Organization for Standardization as *ISO 32000-1:2008, Document management – Portable document format – Part 1: PDF 1.7*, as amended from time to time.

(a) The Town Clerk will coordinate with the Delivery Agent and the land records

management system vendor for the Town of Colchester, Cott Systems, Inc., to implement and maintain procedures to ensure the security of the electronic document delivery system and the land records management system, including the authenticity and integrity of the electronic documents and of the public record maintained by the Town Clerk.

(b) The Town Clerk shall provide a secure method for accepting electronic documents through the electronic document delivery system and for recording and maintaining documents in its land records management system. Security standards implemented by the Town Clerk shall accommodate electronic signatures and electronic notarizations of electronic documents in a manner that complies with chapter 92a of the Connecticut General Statutes.

(c) The Delivery Agent shall implement and maintain security procedures for all electronic transmissions to the Town Clerk through the electronic document delivery system and shall be responsible for maintaining the security of the electronic document delivery system within the office of such Delivery Agent.

(d) Electronic document delivery systems and land records management systems shall protect against system and security failures and, in addition, shall provide backup, disaster recovery, and audit trail mechanisms. The Delivery Agent and the land records management system vendor, Cott Systems, Inc., shall provide audit trail information to the Town Clerk upon request.

(e) Electronic document delivery systems and land records management systems shall not permit any unauthorized party to modify, manipulate, insert or delete information, without detection, in electronic documents or in the public record maintained by the Town Clerk.

(f) If a breach in security is detected by the Town Clerk, the Delivery Agent or the land records management system vendor, Cott Systems, Inc., the party discovering the breach shall immediately notify the other two parties and the three parties shall work cooperatively to take remedial action and to resolve any issues related to the breach.

5. Indexing fields required for each document code.

The Town Clerk will be responsible for providing indexing fields for each document submitted by the Delivery Agent, except for one name for each side, i.e. "Grantor" and "Grantee".

6. Requirements for signature and notarization.

a) Documents containing electronic signatures or electronic notarizations shall conform to all applicable standards established by the Secretary of the State and to all applicable sections of the Connecticut General Statutes, including, but not limited to, chapter 15 of the Connecticut General Statutes and sections 3-94a to 3-

95, inclusive, of the Connecticut General Statutes.

(b) The Town Clerk shall only be required to accept electronic documents containing electronic signatures or electronic notarizations that the Town Clerk has the technology to support.

(c) The Town Clerk is not responsible for authenticating electronic signatures or electronic notarizations.

7. Payment for recording fees and conveyance taxes.

The Town Clerk shall accept payment for recording fees electronically from the Delivery Agent by means of an approved ACH processing account as determined by and established by the Town Clerk's land records management system vendor, Cott Systems, Inc.

8. Hours for acceptance of electronic submissions and processing schedule for document acceptance.

The Town Clerk's office maintains regular business hours of 8:30 a.m. to 4:30 p.m., Monday through Friday, except for legal holidays. Documents submitted to the Town Clerk electronically by the Delivery Agent prior to 4:00 p.m. on any day that the Town Clerk's office is open for business will be processed and recorded on that business day. Any documents submitted to the Town Clerk electronically by the Delivery Agent after 4:00 p.m. on any business day will be processed and recorded not later than the next business day. The term "normal business day(s)" shall not include weekends, holidays or any other day the Town Clerk is closed for public business, including but not limited to, unscheduled closings or interruptions due to declared emergencies, network or equipment failures, etc.

Documents submitted by the Delivery Agent to the Town Clerk for electronic recording shall be processed for acceptance, rejection or recording in the order in which they are received by the Town Clerk.

9. Electronic recording processing requirements: Notice of confirmation or rejection.

(a) The Town Clerk shall provide notice of confirmation or rejection of recording through the electronic document delivery system.

(1) A notice of confirmation shall include recording information for the electronic document accepted for recording and shall identify the electronic document accepted for recording.

(2) A notice of rejection shall include a brief explanation of the reason or reasons for rejection and shall identify the electronic document rejected for recording.

(3) If the Town Clerk complies with the notice requirements, the failure of the Delivery Agent to receive actual notice of confirmation or rejection of a recording shall not affect the validity of the confirmation or rejection.

(b) The Town Clerk may contact the Delivery Agent regarding an electronic document submitted for recording prior to sending a notice of confirmation or rejection. The Delivery Agent shall ensure that every set of documents submitted to the Town Clerk for electronic recording includes telephone or e-mail contact information.

(c) The Town Clerk shall receive electronic documents and enter the time of receipt in accordance with sections 7-24 and 7-25 of the Connecticut General Statutes.

Note: The Business Operating Procedures, as amended from time to time shall be posted in the Town Clerk's office, on the Town of Colchester internet website, www.colchesterct.gov through the electronic document delivery as well as the Exhibit A attachment to this Agreement.